

AO 121 (6/90)

TO: Register of Copyrights Copyright Office Library of Congress Washington, D.C. 20559	REPORT ON THE FILING OR DETERMINATION OF AN ACTION OR APPEAL REGARDING A COPYRIGHT
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In compliance with the provisions of 17 U.S.C. 508, you are hereby advised that a court action or appeal has been filed on the following copyright(s):

<input type="checkbox"/> ACTION <input type="checkbox"/> APPEAL		COURT NAME AND LOCATION
DOCKET NO.	DATE FILED	
PLAINTIFF		DEFENDANT
COPYRIGHT REGISTRATION NO.	TITLE OF WORK	AUTHOR OR WORK
1		
2		
3		
4		
5		

In the above-entitled case, the following copyright(s) have been included:

DATE INCLUDED	INCLUDED BY <input type="checkbox"/> Amendment <input type="checkbox"/> Answer <input type="checkbox"/> Cross Bill <input type="checkbox"/> Other Pleading		
COPYRIGHT REGISTRATION NO.	TITLE OF WORK	AUTHOR OF WORK	
1			
2			
3			

In the above-entitled case, a final decision was rendered on the date entered below. A copy of the order or judgment together with the written opinion, if any, of the court is attached.

COPY ATTACHED <input type="checkbox"/> Order <input type="checkbox"/> Judgment	WRITTEN OPINION ATTACHED <input type="checkbox"/> Yes <input type="checkbox"/> No	DATE RENDERED
CLERK	(BY) DEPUTY CLERK	DATE

DISTRIBUTION:

1) Upon initiation of action,
mail copy to Register of Copyrights

2) Upon filing of document adding copyright(s),
mail copy to Register of Copyrights

3) Upon termination of action,
mail copy to Register of Copyrights

4) In the event of an appeal, forward copy to Appellate Court

5) Case File Copy

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BOUNCE EXCHANGE, INC.,

Plaintiff,

v.

ZEUS ENTERPRISE LTD., d/b/a YIELDIFY,

Defendant.

Civ. No. 1:15-cv-03268-DLC

STIPULATED DISMISSAL WITH PREJUDICE
PURSUANT TO 41(a)(1)(A)(ii) FED.R.CIV.P

Plaintiff Bounce Exchange, Inc. and Defendant Zeus Enterprise Ltd., d/b/a Yieldify, hereby give notice that this action, including the claims and counterclaims of each party, is hereby dismissed with prejudice pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure, each party to bear its own attorneys' fees and costs.

Dated: July 28, 2016

Respectfully Submitted,

TROUTMAN SANDERS LLP

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Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on the 28th day of July, 2016, the foregoing Stipulated Dismissal With Prejudice Pursuant to 41(a)(1)(A) Fed. R. Civ. P. was caused to be electronically filed with the Clerk of Court using the Court's CM/ECF system, which will automatically send email notification of such filing to all attorneys of record registered with the CM/ECF system.

s/Neil B. Ramsaroop
Neil B. Ramsaroop

JUDGE COTE

COPY

15 CV 03268

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

Bounce Exchange, Inc.,

Plaintiff,

vs.

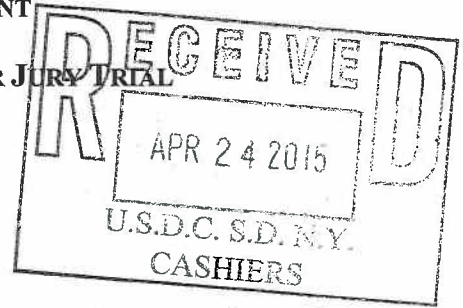
Zeus Enterprise Ltd.,

Defendant.

Civil Case No.

COMPLAINT FOR COPYRIGHT
INFRINGEMENT

DEMAND FOR JURY TRIAL



COMPLAINT

Plaintiff Bounce Exchange, Inc. ("Bounce Exchange"), by and through its attorneys, Cooley LLP, brings this complaint against Zeus Enterprise Ltd. ("Defendant" or "Yieldify"). In support thereof, Bounce Exchange alleges the following.

NATURE OF ACTION

1. Bounce Exchange is the author, exclusive owner, and licensor of its copyright-protected behavioral marketing automation software.
2. Without authorization, Defendant reproduced, distributed, and prepared derivative works of Bounce Exchange's behavioral marketing automation software. In doing so, Defendant has caused Bounce Exchange to suffer monetary damages and irreparable harm.

PARTIES

3. Bounce Exchange is a Delaware corporation with its principal place of business at 620 8th Avenue, Floor 21, New York, New York 10018.
4. On information and belief, Defendant is a United Kingdom corporation with its principal place of business in London, England. Defendant operates in the United States out of its office located at 1412 Broadway, 22nd Floor, New York, New York, 10018. Defendant

operates its business under the name “Yieldify.”

JURISDICTION & VENUE

5. Bounce Exchange hereby restates and realleges the allegations set forth in paragraphs 1 through 4 above and incorporates them by reference.

6. This is an action for copyright infringement under arising under 17 U.S.C. § 101 *et seq.* The Court has jurisdiction in this action pursuant to 28 U.S.C. § 1338(a).

7. Venue is proper in this District pursuant to 28 U.S.C. § 1391(b) and (c) because (1) a substantial part of the events giving rise to Bounce Exchange’s claims arose in this District and (2) Defendant operates a place of business in this District and Bounce Exchange maintains its principal place of business in this District.

8. The Court has personal jurisdiction over Defendant. Defendant has conducted and does conduct business within the State of New York and maintains its only office in the United States within this District.

FACTS

9. Bounce Exchange is a market leader in behavioral marketing automation software. It offers behavioral marketing automation software to clients that sell products or services through online websites. One of Bounce Exchange’s most important technologies is its proprietary software that automatically tracks and responds dynamically to visitor activity on a client’s website to target the visitor with advertisements (the “Bounce Exchange Software”). When a visitor views the client website via a web browser, the Bounce Exchange Software is downloaded into the visitor’s web browser and executes from the web browser to perform its functionality.

10. Bounce Exchange provides, and at all relevant times has provided, the Bounce Exchange Software pursuant to license agreements by which Bounce Exchange retains all exclusive rights to reproduce, distribute, and prepare derivative works of the Bounce Exchange Software.

11. Bounce Exchange completed development of the Bounce Exchange Software and first made it available for use by clients under license in or around November 2011.

12. Bounce Exchange is the exclusive owner of copyrights in the code and other materials that comprise the Bounce Exchange Software.

13. Bounce Exchange owns U.S. copyright registrations for the Bounce Exchange Software at issue, including a registration for the first version of Bounce Exchange Software (titled "Bounce Exchange Client Application v.1.0.0") and registrations for two derivative works adapted therefrom (titled "Bounce Exchange Client Application v.2.0.0," and "Bounce Exchange Client Application v.3.0.0," respectively) (US. Reg. Nos. TXu001930578, TXu001930579, TXu001931107). Copies of the Copyright Office's online records reflecting these registrations are attached hereto as Exhibit A.

Yieldify Steals Bounce's Source Code

14. On information and belief, Defendant obtained access to the Bounce Exchange Software at least as early as March 2013. Mr. Jay Radia, Defendant's Chief Executive Officer, contacted Bounce Exchange in March 2013, presenting himself as a potential customer and requesting a demonstration of the Bounce Exchange Software. In that same month, Mr. Meelan Radia, Defendant's Chief Technical Officer, also contacted Bounce Exchange, presenting himself as a reseller acting on behalf of potential customers and requesting a demonstration of the Bounce Exchange Software. Bounce Exchange provided a demonstration of the Bounce

Exchange Software to Mr. Meelan Radia and provided information about the Bounce Exchange Software to Mr. Jay Radia, but at no time authorized Messrs. Radia, Defendant, or any agents thereof to reproduce, distribute, or prepare derivative works of the Bounce Exchange Software or portions or derivative works thereof.

15. In February 2015, Bounce Exchange first discovered that Defendant offered software source code substantially similar to the Bounce Exchange Software (“Defendant’s Software”) for use by e-commerce clients, in direct competition with Bounce Exchange. After investigating the matter further, Bounce Exchange confirmed that Defendant had reproduced portions of the code, structure, sequence, and organization of the Bounce Exchange Software in Defendant’s Software.

16. On March 11, 2015, Bounce Exchange sent Defendant a letter alleging copyright infringement and demanding that Defendant cease its unlawful reproduction, adaptation, and distribution of the Bounce Exchange Software and derivative works thereof.

17. On March 23, 2015, Defendant responded with a letter expressing its disagreement with Bounce Exchange’s infringement claims and representing that it had replaced the software Bounce Exchange cited in its March 11, 2015 correspondence with “code that is based on an open-source solution.”

18. By reason of Defendant’s infringement, Bounce Exchange has sustained substantial injury, loss and damage to its copyrights in the Bounce Exchange Software.

FIRST CAUSE OF ACTION

Copyright Infringement - 17 U.S.C. § 501

19. Bounce Exchange hereby restates and realleges the allegations set forth in paragraphs 1 through 18 above and incorporates them herein by reference.

20. The Bounce Exchange Software consists of original material that is copyrightable subject matter under the Copyright Act, 17 U.S.C. § 101 *et seq.*

21. Bounce Exchange owns U.S. copyright registrations for the Bounce Exchange Software at issue. See Exhibit A.

22. Bounce Exchange is the sole and exclusive owner of the Bounce Exchange Software and all copyrights associated therewith.

23. Defendant's Software reproduces and modifies the original, copyright-protected elements of the Bounce Exchange Software to such an extent that Defendant's Software is substantially similar to the Bounce Exchange Software or constitutes a derivative work thereof.

24. The infringed elements of Bounce Exchange's copyrighted work include source code structure, sequence, organization, and source code content. In several instances, Defendant directly copied Bounce Exchange Software's source code. Exhibit B reflects sample portions of source code from Defendant's Software that are nearly identical to corresponding portions of source code in the Bounce Exchange Software on a line-for-line basis.

25. Moreover, some of Defendant's Software adheres to a similar structure, sequence, and/or organization as the Bounce Exchange Software. For example, certain corresponding sets of source code shown in the Exhibit B, also referred to as "functions," are stored in an array object in both Bounce Exchange Software and the Defendant's Software. The content and structure, sequence, and organization of this source code represents the original, expressive authorship of Bounce Exchange.

26. Without consent, authorization, approval, or license, Defendant knowingly and willfully infringed Bounce Exchange's exclusive rights in the Bounce Exchange Software.

27. Defendant has realized unjust profits, gains, and advantages from its infringements. Bounce Exchange is entitled to recover from Defendant such gains, profits, and advantages in an amount to be determined at trial.

28. As a direct and proximate result of Defendant's copyright infringement, Bounce Exchange has suffered monetary loss and irreparable harm to its business, reputation, and goodwill. Bounce Exchange is entitled to injunctive relief as well as the recovery of damages from Defendant in amounts to be determined at trial.

PRAYER FOR RELIEF

Wherefore, Bounce Exchange requests the following relief:

1. For a permanent injunctive relief enjoining Defendant and all of its officers, agents, servants, representatives, employees, attorneys, parent and subsidiary corporations, affiliates, assigns and successors in interest, and all other persons acting in concert with them from infringing Bounce Exchange's copyrights in the Bounce Exchange Software, and to certify to the Court that it has destroyed all infringing software in Defendant's possession, custody, or control, including software Defendant has provided to its clients.

2. For recovery of Bounce Exchange's actual damages and Defendant's profits resulting from the infringement of Bounce Exchange's copyrights in the Bounce Exchange Software, in an amount to be determined at trial, plus interest.

3. For recovery of Bounce Exchange's costs associated with this action.

4. For such other and further relief as the Court deems just and proper.

DEMAND FOR JURY TRIAL

Pursuant to Federal Rule of Civil Procedure 38, Bounce Exchange hereby demands a trial by jury of all issues triable of right by a jury.

Dated: April 24, 2015

COOLEY LLP

By: 

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*Attorneys for Plaintiff
Bounce Exchange, Inc.*

Type of Work: Text

Registration Number / Date:

TXu001930578 / 2015-03-21

Application Title: Bounce Exchange Client Application v1.0.0.

Title: Bounce Exchange Client Application v1.0.0.

Description: Electronic file (eService)

Copyright Claimant:

Bounce Exchange, Inc.

Date of Creation: 2011

Authorship on Application:

Bounce Exchange, Inc., employer for hire; Domicile: United States; Citizenship: United States. Authorship: computer program.

Pre-existing Material:

highlighted portions of code in deposit.

Basis of Claim: computer program.

Names: Bounce Exchange, Inc.

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Type of Work: Computer File

Registration Number / Date:
TXu001930579 / 2015-03-21

Application Title: Bounce Exchange Client Application v2.0.0.

Title: Bounce Exchange Client Application v2.0.0.

Description: Electronic file (eService)

Copyright Claimant:
Bounce Exchange, Inc.

Date of Creation: 2012

Authorship on Application:
Bounce Exchange, Inc., employer for hire; Domicile: United States; Citizenship: United States. Authorship: computer program.

Pre-existing Material:
computer program, Preexisting program code in pending application submitted 3/21/2015 for "Bounce Exchange Client Application v.1.0.0, also highlighted portions of code in deposit.

Basis of Claim: computer program.

Copyright Note: C.O. correspondence.

Names: Bounce Exchange, Inc.

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Type of Work: Computer File

Registration Number / Date:
TXu001931107 / 2015-03-26

Application Title: Bounce Exchange Client Application v3.0.0.

Title: Bounce Exchange Client Application v3.0.0.

Description: Electronic file (eService)

Copyright Claimant:
Bounce Exchange, Inc.

Date of Creation: 2013

Authorship on Application:
Bounce Exchange, Inc., employer for hire; Domicile: United States; Citizenship: United States. Authorship: computer program.

Previous Registration:
2015, TXu001930578.
2015, TXu001930579.

Pre-existing Material:
computer program, highlighted portions of code in deposit.

Basis of Claim: computer program.

Names: Bounce Exchange, Inc.

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Comparison of Bounce Exchange Client Application v3.0.0 and Yieldify code_revision_1419328442.js

Bounce Exchange Client Application v3.0.0 [comments removed and spacing adjusted for comparison]	Yieldify code_revision_1419328442.js [spacing adjusted for comparison]
<pre>bouncex.body = jQuery('body'); if(!bouncex.body !bouncex.body.length) { setTimeout(function() { init_bouncex(); },3000); return false; }</pre>	<pre>function Jb() { yiel.body = n("body"); if (!yel.body !yel.body.length) return setTimeout(function() { Jb() }, 3E3), !1 }</pre>
<pre>bouncex.ca = activation_funcs(); bouncex.body_margin = parseInt(bouncex.body.css('margin-top')) 0;</pre>	<pre>yel.ca = Yc(); yel.body_margin = parseInt(yiel.body.css("margin-top"), 10) 0;</pre>
<pre>function activation_funcs() { var ca = [];</pre>	<pre>function Yc() { var a = [];</pre>
<pre>ca['control'] = function(p,v,ca_id){ show_ad('control',ca_id); }</pre>	<pre>a.control = function(a,b,g){ I("control",g) }</pre>
<pre>ca['bounce'] = function(p,v,ca_id){ jQuery('html').bind('mouseleave.bouncex_show'+ ca_id,function(obj){ process_mouse_out(obj,ca_id);</pre>	<pre>a.yieldify = function(a,b,g) { yiel.mouseOut=!1; n("html").bind("mouseleave.yieldifyx_show" + g,function(a) { yiel.mouseOut=!0; Zc(a,g,bc)</pre>

Comparison of Bounce Exchange Client Application v3.0.0 and Yieldify code_revision_1419328442.js

Bounce Exchange Client Application v3.0.0 [comments removed and spacing adjusted for comparison]	Yieldify code_revision_1419328442.js [spacing adjusted for comparison]
<pre> }); if(bouncex.msie){ jQuery('html').bind('mousemove.bouncex_show' + ca_id,function(obj) { process_mouse_move(obj,ca_id); }); } init_helpers(ca_id); } </pre>	<pre> }); n("html").bind("mouseenter.yieldifyx_show" + g,function(a) { yiel.mouseOut=!1 }); yield.md.browser.isIE() && n("html").bind("mousemove.yieldifyx_show" + g,function(a) { 5 > (a.layerY?a.layerY:a.pageY) - n(r).scrollTop() ? yiel.direction = "up" : yiel.direction=!1 }); Ib(g) } </pre>
<pre> ca['timer'] = function(p,v,ca_id) { setTimeout(function() { show_ad('timer',ca_id); }, parseInt(v) * 1000); } </pre>	<pre> a.timer = function(a,b,g) { setTimeout(function() { I("timer",g) }, 1E3 * parseInt(b,10)) } </pre>
<pre> ca['inactivity'] = function (p,v,ca_id) { bouncex.events = 'mousemove.bouncex keydown.bouncex DOMMouseScroll.bouncex mousewheel.bouncex mousedown.bouncex touchstart.bouncex touchmove.bouncex'; bouncex.body.bind(bouncex.events,function() { clearTimeout(bouncex.inactivity_timeout); }); } </pre>	<pre> a.inactivity = function(a,b,g) { yiel.events = "mousemove.yieldifyx keydown.yieldifyx DOMMouseScroll.yieldifyx mousewheel.yieldifyx mousedown.yieldifyx touchstart.yieldifyx touchmove.yieldifyx"; yiel.body.bind(yiel.events,function() { -1 == n.inArray(g, </pre>

Comparison of Bounce Exchange Client Application v3.0.0 and Yieldify code_revision_1419328442.js

Bounce Exchange Client Application v3.0.0 [comments removed and spacing adjusted for comparison]	Yieldify code_revision_1419328442.js [spacing adjusted for comparison]
<pre> bouncex.inactivity_timeout = setInactivityTimeout(ca_id,v); }); bouncex.inactivity_timeout = setInactivityTimeout(ca_id,v); } </pre>	<pre> yel.inactivity_timeout_out) && (clearTimeout(yel.inactivity_timeout[g]), yel.inactivity_timeout[g] = cc(g,b)) }; yel.inactivity_timeout[g] = cc(g,b) } </pre>
<pre> ca['scroll'] = function(p,v,ca_id){ bouncex.oldsy = 100; jQuery(window).bind('scroll.bouncex' + ca_id,(function() { var t = jQuery(this); var wind = wndsize(); var scroll = t.scrollTop(); scroll = scroll ? scroll : document.body.scrollTop; var pos = ((scroll + wind.height) / jQuery(document).height()) * 100; var diff = parseInt(pos) + parseInt(v); if((diff)>100 && pos>bouncex.oldsy && !bouncex.campaigns[ca_id].ad_shown){ show_ad('scroll',ca_id); } bouncex.oldsy = pos; }) } </pre>	<pre> a.scroll = function(a,b,g) { yel.oldsy=100; n(r).bind("scroll.yieldifyx" + g,function() { var a = n(this), e = yel.md.browser.windowSize(), a = (a = a.scrollTop()) ? a : q.body.scrollTop, e = (a+e.height) / n(q).height()*100; 0 <= parseInt(e,10) - parseInt(b,10) && e > yel.oldsy && !yel.overlays_y[g].ad_shown && I("scroll",g); yel.oldsy = e }) } </pre>

Comparison of Bounce Exchange Client Application v3.0.0 and Yieldify code_revision_1419328442.js

Bounce Exchange Client Application v3.0.0 [comments removed and spacing adjusted for comparison]	Yieldify code_revision_1419328442.js [spacing adjusted for comparison]
<pre> })); } if(bouncex.campaigns[ca_id].overlay == 'email' bouncex.campaigns[ca_id].overlay == 'genie' bouncex.campaigns[ca_id].overlay == 'code') { bouncex.overlay_visible = true; var bmid = jQuery('#campaign_'+ca_id+'_container_middle'); bmid.find('.bouncex_lightbox').css({ "background-color": bouncex.campaigns[ca_id].color, "opacity": bouncex.campaigns[ca_id].opacity }).show(); var mid = bmid.find('.bouncex_middle'); var el = mid.get(0); var w = getStyle(el,'width'); var h = getStyle(el,'height'); var wpct = w.indexOf('%'); var hpct = h.indexOf('%'); var ocss = {}; var wind = wndsize(); var winH = wind.height; </pre>	<pre> if ("email" == yiel.overlays_y[a].overlay "genie" == yiel.overlays_y[a].overlay "code" == yiel.overlays_y[a].overlay) { yiel.overlay_visible = !0; e = n("#overlay_" + a); e.find(".yie_popup").css({ "background-color": yiel.overlays_y[a].background_colour, opacity: yiel.overlays_y[a].opacity }).show(); var e = e.find(".yie_center"), b = e.get(0), g = Gb(b, "width"); "auto" == g && (n(b).css("width", "800px"), g = "800px"); var b = Gb(b, "height"), h = g.indexOf("%"), k = b.indexOf("%"), m = {}, l = yiel.md.browser.windowSize(), q = l.height, </pre>

Comparison of Bounce Exchange Client Application v3.0.0 and Yieldify code_revision_1419328442.js

Bounce Exchange Client Application v3.0.0 [comments removed and spacing adjusted for comparison]	Yieldify code_revision_1419328442.js [spacing adjusted for comparison]
<pre> var winW = wind.width; if(winH < (parseInt(h) + 10)) { ocss["margin-top"] = -(winH/2) + 20; }else{ ocss["margin-top"] = -(parseInt(h) / 2); } if(winW < (parseInt(w) + 10)) { ocss["margin-left"] = -(parseInt(w) - winW/2)-20; }else{ ocss["margin-left"] = -(parseInt(w) / 2); } if(wpct > -1){ ocss["margin-left"] = 0; ocss["left"] = 0; } if(hpct > -1){ ocss["margin-top"] = 0; ocss["top"] = 0; } mid.css(ocss); jquery('#campaign_' + ca_id + '_container_top,#campaign_' + ca_id + '_container_bottom').css('z-index',2147483648); </pre>	<pre> l = l.width; q < parseInt(b, 10) + 10 ? m["margin-top"] = -(q / 2) + 20 : m["margin-top"] = -(parseInt(b, 10) / 2); l < parseInt(g, 10) + 10 ? m["margin-left"] = -(parseInt(g, 10) - l / 2) - 20 : m["margin-left"] = -(parseInt(g, 10) / 2); - 1 < h && (m["margin-left"] = 0, m.left = 0); - 1 < k && (m["margin-top"] = 0, m.top = 0); if (500 > screen.height 800 > screen.width) if (500 > q 800 > l) yiel.md.browser.isMobileOrTablet() ? (m["margin-top"]=- (parseInt(b, 10) / 2), m["margin-left"]=- (parseInt(g, 10) / 2)) : (m.left = "25%", m.top = "25%"); e.css(m); </pre>

Comparison of Bounce Exchange Client Application v3.0.0 and Yieldify code_revision_1419328442.js

Bounce Exchange Client Application v3.0.0 [comments removed and spacing adjusted for comparison]	Yieldify code_revision_1419328442.js [spacing adjusted for comparison]
	<pre>n("#campaign_" + a + "_container_top,#campaign_" + a + "_container_bottom").css("z-index", 1E9)</pre>
<pre>else if (bouncex.campaigns[ca_id].overlay === 'teleport') { teleport(bouncex.campaigns[ca_id].overlay_teleport_type, bouncex.campaigns[ca_id].overlay_teleport_html); }</pre>	<pre>else "teleport" === yiel.overlays_y[a].overlay && teleport(yiel.overlays_y[a].overlay_teleport_type, yiel.overlays_y[a].overlay_teleport_html);</pre>